

WT 05-04

**FCC 602
Main Form****FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**Approved by OMB
3060 - 0799
See instructions for
Public burden estimate
Submitted: **12/16/2004**
Filer FRN: **0007414907****Filer Information**

1) First Name (if individual): MI: Last Name: Suffix:

2) Filer Name (if entity): **Triton PCS Holdings, Inc.**3) FCC Registration Number (FRN):
0007414907**Contact Information**4) **Dow, Lohnes & Albertson, PLLC**
Christina H Burrow Esq
1200 New Hampshire Avenue, NW Suite 800
Washington, DC 20036Telephone Number: **(202)776-2687**Fax Number: **(202)776-2222**E-mail Address: **cburrow@dowlohn.com****Related FCC Regulated Businesses of Filer**

5a) Name and address of all FCC-Regulated Businesses owned by Filer:	5b) Principal Business:	5c) FCC Registration Number (FRN):	5d) Percent of Interest Held:
Lafayette Communications Company LLC Two Embarcadero Center, Suite 2300 San Francisco, CA 94111	Wireless Telecommunication	0005374434	39.00
Triton PCS License Company, LLC 1100 Cassatt Road Berwyn, PA 19312	Wireless Telecommunications	0003246055	100.00
AWS Network Newco, LLC 1100 Cassatt Road Berwyn, PA 19312	Wireless Telecommunications	0011700556	100.00
AWS License Newco, LLC 1100 Cassatt Road Berwyn, PA 19312	Wireless Telecommunications	0011670551	100.00

Signature**Typed or Printed Name of Party Authorized to Sign**6) First Name: **David** MI: **D** Last Name: **Clark** Suffix:Title: **Executive VP and CFO**

Signature:

Date: **12/16/2004**

David D Clark

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

**FCC 602 - Main Form
August 2002 - Page 1**

**FCC 602
Schedule A**

**FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**

Approved by OMB
3060 - 0799
See instructions for
Public burden
estimate

Schedule for Disclosable Interest Holder

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): MI: Last Name: Suffix:

2) Disclosable Interest Holder's Name (if entity):
J.P. Morgan Chase & Co.

3) FCC Registration Number
(FRN): **0008373391**

4) Disclosable Interest Holder's Address:
**270 Park Avenue, Floor 35
New York, NY 10017**

5) Type of Interest in Filer:
Indirect ownership interest in Filer

6) Disclosable
Interest Holder is
a (n):
Corporation

7) Percent of Interest Held in
Filer: **24.50**

8) Disclosable Interest Holder's Type of Ownership:
**Common Stock
Voting**

9) Disclosable Interest Holder's Country of
Citizenship or Jurisdiction of Formation: **United
States**

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2:	10b) Principal Business:	10c) FCC Registration Number (FRN):	10d) Percent of Interest Held:
---	--------------------------	-------------------------------------	--------------------------------

**Triton PCS Holdings, Inc.
1100 Cassatt Road
Berwyn, PA 19312**

**Wireless
Telecommunications 0007414907 24.50**

**Trinity Cable Holdings
270 Park Avenue
New York, NY 10017**

Cable Television 0011605797 100.00

**Smith Television of New York, Inc.
700 Central Avenue, Suite 201
St. Petersburg, FL 33701**

TV Broadcasting 0003398294 44.55

**FCC 602
Schedule A****FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**Approved by OMB
3060 - 0799
See instructions for
Public burden
estimate**Schedule for Disclosable Interest Holder****Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)**1) Disclosable Interest Holder's First Name MI: Last Name: Suffix:
(if individual):2) Disclosable Interest Holder's Name (if entity):
Desai Capital Management, Inc.3) FCC Registration Number
(FRN): **0011563467**4) Disclosable Interest Holder's Address:
**410 Park Avenue
New York, NY 10022**5) Type of Interest in Filer:
Direct ownership interest in Filer6) Disclosable
Interest Holder is
a (n):
Corporation7) Percent of Interest Held in
Filer: **13.30**8) Disclosable Interest Holder's Type of Ownership:
**Common Stock
Voting**9) Disclosable Interest Holder's Country of
Citizenship or Jurisdiction of Formation: **United
States****Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)**10a) Name and address of all FCC-Regulated
Businesses owned by Disclosable Interest
Holder listed in Item 1 or 2: 10b) Principal
Business: 10c) FCC Registration
Number (FRN): 10d) Percent of
Interest Held:**Triton PCS Holdings, Inc.
1100 Cassatt Road
Berwyn, PA 19312****Wireless
Telecommunications 0007414907 13.30****FCC 602
Schedule A****FCC Ownership Disclosure Information for the
Wireless Telecommunications Services**Approved by OMB
3060 - 0799
See instructions for
Public burden
estimate**Schedule for Disclosable Interest Holder****Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)**1) Disclosable Interest Holder's First Name MI: Last Name: Suffix:
(if individual):2) Disclosable Interest Holder's Name (if entity):
J.P. Morgan Partners, LLC3) FCC Registration Number
(FRN): **0011586286**4) Disclosable Interest Holder's Address:
**1221 Avenue of the Americas, 39th Floor
New York, NY 10020**5) Type of Interest in Filer:
Direct ownership interest in Filer6) Disclosable
Interest Holder is
a (n): **Limited**7) Percent of Interest Held in
Filer: **24.50**

**Liability
Company**

8) Disclosable Interest Holder's Type of Ownership:
**Common Stock
Voting**

9) Disclosable Interest Holder's Country of
Citizenship or Jurisdiction of Formation: **United
States**

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

10a) Name and address of all FCC-Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2:	10b) Principal Business:	10c) FCC Registration Number (FRN):	10d) Percent of Interest Held:
Triton PCS Holdings, Inc. 1100 Cassatt Road Berwyn, PA 19312	Wireless Telecommunications	0007414907	24.50
Trinity Cable Holdings 270 Park Avenue New York, NY 10017	Cable Television	0011605797	100.00
Smith Television of New York, Inc. 700 Central Avenue, Suite 201 St. Petersburg, FL 33701	TV Broadcasting	0003398294	44.55

Attachment List

Attachment Type:	Date:	Description:	Contents:
Indirect Ownership	12/14/2004	Disclosable Interest Holders w/ Indirect Ownership Interests	<u>Form 602 Triton PCS Holdings Inc Exhibit 1.pdf</u>

**Disclosable Interest Holders with
Indirect Ownership Interests in Triton PCS Holdings, Inc.**

J.P. Morgan Partners, LLC ("JP LLC") owns 24.50% of the voting stock of Triton PCS Holdings, Inc. ("Triton Holdings"), the filer of the instant ownership disclosure. All of the membership shares of JP LLC are held by J.P. Morgan Chase & Co. ("JP Co."). Accordingly, by virtue of its ownership of JP LLC, JP Co. possesses a 24.50% indirect ownership interest in Triton Holdings.